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WC 11-132

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDINGFEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159Approved by OMB
3060-0589
Page No. 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Davis Wright Tremaine LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,050.00	
(4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Ave., N.W.			
(5) STREET ADDRESS LINE NO. 2 Suite 800			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20006 3401
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-973-4200		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0004063681		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Essex Telcom, Inc.			
(14) STREET ADDRESS LINE NO. 1 2 East 3rd Street			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Sterling		(17) STATE IL	(18) ZIP CODE 61108
(19) DAYTIME TELEPHONE NUMBER (include area code) 815-380-3773		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0008317661		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CDT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$1,050.00	(27A) TOTAL FEE \$1,050.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, Sharon K. Mathis, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u>Sharon K. Mathis</u>		DATE <u>7/25/2011</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) FORM 159-C Page No 2 of 2		SPECIAL USE FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME JAB Wireless, Inc.		
(14) STREET ADDRESS LINE NO. 1 400 Inverness Parkway		
(15) STREET ADDRESS LINE NO. 2 Suite 330		
(16) CITY Englewood	(17) STATE CO	(18) ZIP CODE 80112
(19) DAYTIME TELEPHONE NUMBER (include area code) 303-945-7599		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0016295214		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1		(29A) FCC CODE 2
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1		(29B) FCC CODE 2
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1		(29C) FCC CODE 2
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1		(29D) FCC CODE 2
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1		(29E) FCC CODE 2
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1		(29F) FCC CODE 2

In the Matter of the Application of
Essex Telcom, Inc.,

and
JAB Wireless, Inc.,

For Grant of Authority Pursuant to
Section 214 of the Communications Act of 1934,
as amended, and Section 63.04 of the
Commission's Rules to Complete a Transfer of
Control of an Authorized Domestic
Section 214 Carrier

WC Docket No. 11-_____

DWT 17643612v4 0102904-000006

The proposed transaction will result in a change in the ultimate control of Essex Telcom. Upon the closing of this transaction, Essex Telcom will continue to provide service to existing customers pursuant to the current rates, terms and conditions of its tariffs and service agreements. Accordingly, this transaction will have no effect on the existing rates, terms and conditions of service currently provided to the customers of Essex Telcom.

B. Request for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. § 63.03. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, after consummation of the proposed transaction JAB Wireless (and its affiliates) will have a market share in the interstate, interexchange market of less than 10 percent, and JAB Wireless (and its affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants (or their affiliates) are dominant with respect to any service.

In support of this Application, the Applicants provide the following information:

II. DESCRIPTION OF THE APPLICANTS

A. Essex Telcom

Essex Telcom is an Illinois Sub S Corporation with principal offices at 2 East 3rd Street, Sterling, Illinois 61108. Essex Telcom's sole shareholder is the company's current President, Mr. Daniel D. Heath. Mr. Heath owns 100% of the issued and outstanding shares of Essex Telcom. Mr. Heath's business address is 1890 Chrysler Drive, Belvidere, Illinois, 61008. Essex

Telcom is a U.S. entity formed under the laws of Illinois. Mr. Heath is a citizen of the United States.

Essex Telcom offers a variety of telecommunications services including local exchange, T1, transport, and broadband DSL. Essex Telcom provides these telecommunications services to residential, small/medium business and commercial customers in Illinois.

B. JAB Wireless, Inc.

JAB Wireless is a U.S. corporation formed under the laws of Colorado. The company's business address is 400 Inverness Parkway, Suite 330, Englewood, Colorado, 80112.

Through several wholly owned subsidiaries JAB Wireless provides interconnected voice over Internet protocol, wireless broadband, DSL, Dial-up Internet and hosting services in several states. Those services are provided in Colorado, Utah, Texas, Idaho, Wyoming and Oklahoma.

III. DESCRIPTION OF THE TRANSACTION

Pursuant to the Merger Agreement dated August 1, 2011, by and among Essex Telcom, Inc., and JAB Wireless' wholly-owned subsidiary Skybeam, Inc. (the "Agreement"), Essex Telcom will merge into a newly formed subsidiary of JAB Wireless named Skybeam-Essex, Inc. ("Skybeam-Essex"). Skybeam-Essex is a wholly owned subsidiary of Skybeam, Inc., which is, in turn, a wholly owned subsidiary of JAB Wireless. As a result of the proposed transaction, JAB Wireless will indirectly own 100% of, and will control, Skybeam-Essex.

The surviving entity, Skybeam-Essex will be formed and organized as a Colorado corporation. Following consummation of the proposed transaction, the newly formed entity, Skybeam-Essex, will continue to offer service without change in the rates, terms and conditions of service to Essex Telcom's existing customers. There will be no interruption or disruption of service to customers. Future changes in the rates, terms and conditions of service to Essex

Telcom's customers, if any, will be undertaken pursuant to the applicable federal and state notice and tariff requirements and Essex Telcom's current rates, terms and conditions of its tariffs and service agreements.

IV. INFORMATION REQUIRED BY SECTION 63.04(a)

Pursuant to Commission Rule 63.04(a), 47 C.F.R. § 63.04(a), Applicants submit the following information in support of their request for domestic Section 214 authority:

(a)(1) Name, address and telephone number of each Applicant:

Licensee:

Essex Telcom, Inc.
2 East 3rd Street
Sterling, Illinois 61108
(815) 380-3773

FRN: 0008317661

Transferee:

JAB Wireless, Inc.
400 Inverness Parkway, Suite 330
Englewood, Colorado 80112
(303) 945-7599

FRN: 0016295214

(a)(2) Jurisdiction of Organizations:

Licensee: Essex Telcom is a Sub S corporation formed under the laws of Illinois.

(a)(3) Correspondence concerning this Application should be sent to:

For Essex Telcom:

Law Office of Kristopher E. Twomey,
P.C.
1725 I Street, NW
Suite 300
Washington, DC 20006
(202) 681-1850 (Tel.)
(202) 517-9175 (Fax)
kris@lokt.net

With copies to:

Daniel D. Heath, President
Essex Telcom, Inc.
1890 Chrysler Drive
Belvidere, Illinois 61008
815-323-8317

For JAB Wireless:

K.C. Halm
Brian J. Hurh
Davis Wright Tremaine LLP
Suite 800
1919 Pennsylvania Avenue, N.W.
Washington, D.C. 20006-3402
(202) 973-4242 (Tel)
(202) 973-4499 (Fax)
kchalm@dwt.com
bhurh@dwt.com

With copies to:

Jeff Kohler, Chief Development Officer
JAB Wireless, Inc.
400 Inverness Parkway, Suite 330
Englewood, Colorado 80112
(303) 945-7599

(a)(4) Direct and Indirect Ownership Interests

Essex Telcom - Essex Telcom's sole shareholder is the company's current president, Mr. Daniel D. Heath. Mr. Heath is a United States citizen. His address is 1890 Chrysler Drive, Belvidere, Illinois, 61008. Mr. Heath's principal business is the operation of Essex Telcom, and its affiliate T6 Wireless, Inc.

JAB Wireless, Inc. - ABRY Partners, LLC, a private equity investment firm whose principal business is investing in the media, communications, business and information services sectors owns 21.4%, on a fully diluted basis, of JAB Wireless. ABRY Partners is a limited

liability company formed under the laws of Delaware. The business address of ABRY Partners is 111 Huntington Avenue, Boston, Massachusetts 02199.

No other entity owns or controls greater than 10% of the equity of the applicant, JAB Wireless, Inc.

(a)(5) Applicants certify, as evidenced by the signatures in the attached verifications, that no Applicant is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

(a)(6) A description of the proposed Transaction is set forth in **Section III** above.

(a)(7) (i) Essex Telecom provides telecommunications services, specifically local exchange, T1, transport, and broadband DSL services, in Illinois. Its affiliate, T6 Wireless, provides fixed wireless broadband services in Illinois.

(ii) JAB Wireless does not provide telecommunications services. However, the company, through several subsidiaries, does provide interconnected VoIP, wireless broadband services, DSL, Dial-up Internet and hosting services in Colorado, Utah, Texas, Idaho, Wyoming and Oklahoma.

(iii) Other than the entities listed herein, to its knowledge, JAB Wireless is not affiliated with any other entities that provide telecommunications services.

(a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. §63.03(b)(2)(i), because subsequent to consummation of the proposed transaction, JAB Wireless (and its affiliates)

will have a market share in the interstate, interexchange market of less than 10 percent, and JAB Wireless (and its affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants (or their affiliates) are dominant with respect to any service.

(a)(9) Neither Essex Telcom, nor JAB Wireless, hold any other authorizations or licenses from the Commission related to this transaction.

(a)(10) No party is requesting special consideration because it is facing imminent business failure.

(a)(11) Not applicable.

(a)(12) Applicants submit that the transaction described herein will serve the public interest. Under new ownership Essex Telcom will continue to provide high-quality telecommunications services, while gaining access to the additional resources and operational expertise of JAB Wireless. The transfer of control, therefore, will give Essex Telcom's successor the ability to become a stronger competitor, to the ultimate benefit of consumers. Essex Telcom's successor's network complements the existing services provided by JAB Wireless' affiliates, and the acquisition will increase those entities' existing resources, giving the combined companies greater market depth and breadth as a result of the transaction. As a result, the transaction will strengthen the companies' ability to compete with other, larger

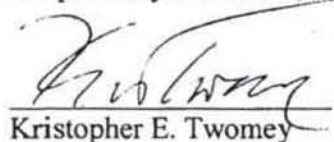
telecommunications providers in the region to the benefit of consumers and the telecommunications marketplace.

The rates, terms and conditions of services currently provided by Essex Telcom to its customers will not change as a result of the transaction. The transaction will be seamless for customers and Essex Telcom's successor will continue to provide high-quality communications services to its customers without interruption. Future changes in those rates, terms and conditions, if any, will be undertaken pursuant to the applicable federal and state notice and tariff requirements.

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application for the transfer of control of Essex Telcom, Inc.

Respectfully submitted,



Kristopher E. Twomey
Law Office of Kristopher E. Twomey, P.C.
1725 I Street, NW
Suite 300
Washington, DC 20006
(202) 681-1850 (Tel.)
(202) 517-9175 (Fax)
kris@lokt.net

Counsel for Essex Telcom, Inc.

Dated: July 25, 2011



K.C. Halm
Brian J. Hurh
Davis Wright Tremaine LLP
Suite 800
1919 Pennsylvania Avenue, N.W.
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(202) 973-4242 (Tel)
(202) 973-4499 (Fax)
kchalm@dwt.com
bhurh@dwt.com

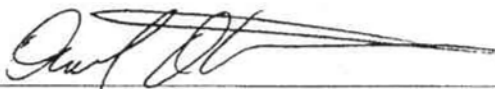
Counsel for JAB Wireless, Inc.

VERIFICATIONS

VERIFICATION

I, Daniel D. Heath, state that I am the President of Essex Telcom, Inc., that I am authorized to make this Verification on behalf of Essex Telcom, Inc.; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to of Essex Telcom, Inc. are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this
22th day of July, 2011.


A handwritten signature in black ink, appearing to read 'Dan D. Heath', with a long horizontal flourish extending to the right.

Daniel D. Heath, President
Essex Telcom, Inc.

VERIFICATION

I, Jeff Kohler, state that I am the Chief Development Officer of JAB Wireless, Inc.; that I am authorized to make this Verification on behalf of JAB Wireless, Inc.; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to JAB Wireless, Inc. are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 22nd day of July, 2011.



Jeff Kohler
Chief Development Officer
JAB Wireless, Inc.